

Synergies Law Group, PLLC

May 18, 2010

VIA ELECTRONIC FILING

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, SW,
Washington DC 20554

RE: SUPPLEMENT
Liberty-Bell Telecom, LLC
WC Docket No. 10-96
IB File No. ITC-T/C-20100426-00172

Dear Ms. Dortch:

Liberty-Bell Telecom, LLC ("Liberty-Bell Telecom" or "Applicant"), through undersigned counsel, hereby files this second supplement to the above-captioned Application in order to respond to informal inquiries from Commission Staff. Applicant states as follows:

1) Between September 2006 and February 2008, Nigel Alexander's indirect ownership in Liberty-Bell Telecom, LLC dropped from approximately 70% to approximately 56%. That reduction resulted from the following three causes:

- On November 1, 2006, Mr. Alexander sold an interest of approximately 8.8% in Liberty-Bell, LLC (Applicant's parent company) to Rainmaker Investments LLC. Rainmaker Investments LLC is wholly owned by Jay Weber, a member of Applicant's management team.
- On January 1, 2007, Mr. Alexander conveyed an interest in Liberty-Bell, LLC of approximately 1.2% to Christina Neher, another member of Applicant's management team to award/promote performance.
- Between the dates identified above, additional equity conveyances were made by Liberty-Bell, LLC primarily as employee compensation. Although those changes did not directly involve Mr. Alexander, collectively, those changes reduced Mr. Alexander's indirect interests by approximately 4% in aggregate.

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2) In light of the Section 214 application recently and separately filed with respect to the Multi-Link Telecom, LLC transaction, Applicant formally withdraws its request for *nunc pro tunc* approval set forth in footnote 2 of the captioned application.

Please do not hesitate to contact the undersigned with any questions.

Sincerely,

A handwritten signature in black ink, appearing to be a cursive combination of the names Edward S. Quill, Jr. and Brian McDermott.

Edward S. Quill, Jr.
Brian McDermott

Counsel for Applicant